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STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION AND HOUSING AGENCY
DEPARTMENT OF CORPORATIONS

TO: Jawad Hasnain aka Joe Hasnain
Westland Homes, LLC
7226 Glenview Dr.
San Jose, CA 95120

Matt Dickstein
39300 Civic Center Dr., Suite 110
Freemont, CA 94538

DESIST AND REFRAIN ORDER
(For violations of section 25110 and 25401 of the Corporations Code)

The California Corporations Commissioner finds that:

1. At all relevant times, Jawad Hasnain aka Joe Hasnain (hereinafter, “Hasnain”) was a natural person and a resident of California and was the control person of Westland Homes, LLC. Hasnain’s business address is 7226 Glenview Drive, San Jose, California, 95120.
2. At all relevant times, Westland Homes, LLC (hereinafter, “Westland”) was a California limited liability company. Its principal place of business was also 7226 Glenview Drive, San Jose, California, 95120.
3. At all relevant times, Matt Dickstein (hereinafter, “Dickstein”) was a natural person and a California attorney practicing in the area of securities and private placement offerings. His principal place of business is 39300 Civic Center Drive, Suite 110, Freemont, California, 94538.
4. Beginning in or about September, 2008, Hasnain and Westland offered and/or sold securities in the form of membership interests in a limited liability company.
6. Hasnain and Westland offered and sold the aforementioned securities by means of general solicitation. Dickstein substantially assisted Hasnain and Westland in the sale of said securities after

1 such general solicitation, within the meaning of Corporations Codes section 25403, by advising
2 Hasnain and Westland Homes that they could correct their public solicitation violation via waivers by
3 all of the investors. Notwithstanding Corporations Code section 25701 which prohibits such waivers,
4 Dickstein drafted the waivers and provided them to Hasnain and Westland Homes.

5 7. The purported purpose of the sale of said securities was to invest the client's funds in a real
6 estate development project in Fremont, California.

7 8. These securities were offered and sold in this state in issuer transactions. The Department of
8 Corporations has not issued a permit or other form of qualification authorizing any person to offer
9 and sell these securities in this state.

10 9. The offer and sale of interests of the membership interests in a limited liability company were
11 to residents of California.

12 10. In connection with these offers and sales, Hasnain and Westland made the following material
13 misrepresentations or omissions:

- 14 a. failed to tell potential investors of Hasnain's 2005 bankruptcy;
- 15 b. failed to disclose several Santa Clara County lawsuits, including *Arkieco Const. v.*
16 *Hasnain*, DC00394160, and *Jones v. Hasnain*, DC01402887;
- 17 c. misrepresented Hasnain's experience and success as a real estate developer.

18 11. Based upon the foregoing findings, the California Corporations Commissioner is of the
19 opinion that the membership interests in a limited liability company offered and/or sold by Hasnain
20 and Westland with substantial assistance from Dickstein are securities subject to qualification under
21 the California Corporate Securities Law of 1968 and that these securities are being or have been
22 offered or sold without being qualified in violation of Corporations Code section 25110.

23 12. Pursuant to section 25532 of the Corporate Securities Law of 1968, Jawad Hasnain aka Joe
24 Hasnian, Westland Homes, LLC, and Matt Dickstein are hereby ordered to desist and refrain from the
25 further offer or sale of securities in the State of California, including but not limited to, membership
26 interests in limited liability companies unless and until qualification has been made under the law or
27 unless exempt.
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1 13. Further, the California Corporations Commissioner is of the opinion that the securities in the
2 form of membership interests in limited liability companies were offered or sold in this state by
3 Jawad Hasnain aka Joe Hasnian and Westland Homes, LLC through means of written or oral
4 communications which included untrue statements of material facts and/or omitted to state a material
5 facts necessary in order to make the statements made, in the light of the circumstances under which
6 they were made, not misleading, in violation of section 25401 of the Corporate Securities Law of
7 1968.

8 14. Pursuant to section 25532 of the Corporate Securities Law of 1968, Jawad Hasnain aka Joe
9 Hasnian and Westland Homes, LLC are hereby ordered to desist and refrain from offering or selling
10 or buying or offering to buy any security in the State of California, including but not limited to
11 membership interests in limited liability companies, by means of any written or oral communication
12 which includes an untrue statement of a material fact or omits to state a material fact necessary in
13 order to make the statements made, in the light of the circumstances under which they were made, not
14 misleading.

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16 This Order is necessary, in the public interest, for the protection of investors and consistent
17 with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

18
19 Dated: January 4, 2010
20 Sacramento, California

21 Preston DuFauchard
22 California Corporations Commissioner

23
24 By _____
25 Alan S. Weinger
26 Deputy Commissioner
27 Enforcement Division
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